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UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

TRINAD CAPITAL MASTER FUND, LTD.,
individually and derivatively on behalf of
MAJESCO ENTERTAINMENT COMPANY,)
Plaintiff,)
-against-)
MORRIS SUTTON, JESSE SUTTON, JOSEPH)
SUTTON, LOUIS LIPSCHITZ, AND)
LAURENCE ARONSON,)
Defendants,)
MAJESCO ENTERTAINMENT COMPANY,)
Nominal Defendant.)
Case No. 2:06-CV-05265-PGS-RJH
**MOTION FOR PRELIMINARY
APPROVAL OF DERIVATIVE
ACTION SETTLEMENT**

TO: ALL PARTIES AND THEIR COUNSEL OF RECORD

PLEASE TAKE NOTICE THAT, on March 9, 2009, at 11:00 a.m., or as soon thereafter as counsel may be heard, the undersigned attorneys for the plaintiff, will move this Court before the Honorable Peter G. Sheridan for the entry of an order preliminarily approving the settlement and providing notice in the form submitted herewith.

In support of this motion, plaintiff will rely upon Plaintiff's Memorandum of Law
In Support of Preliminary Approval of the Proposed Settlement and the Declaration of
Lawrence P. Eagel in Support of Motion for Preliminary Approval of Settlement, dated
March 2, 2009, and exhibits thereto, including the Stipulation of Settlement.

Dated: March 2, 2009

BRAGAR WEXLER EAGEL &
SQUIRE, PC

By: 

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